

## **STATUTES OF THE EUROPEAN ASSOCIATION FOR QUALITY ASSURANCE IN HIGHER EDUCATION**

### Preamble

On 30 March 2011, before Maître Corine Dupont, the Founding Assembly of the European Association for Quality Assurance of Higher Education AISBL (ENQA), represented by Achim Hopbach, has formed an international non-profit association and has agreed upon the following statutes of the Association.

ENQA is the legal successor of the European Network for Quality Assurance in Higher Education.

### **TITLE I. NAME AND SEAT**

#### Article 1 - Name

The international non-profit Association is established under the name "European Association for Quality Assurance in Higher Education AISBL". Its acronym is ENQA. Hereafter it is referred to as "the Association".

The Association falls under the provisions of title III of the Belgian law of June twenty seventh, nineteen hundred and twenty one, concerning the non-profit associations, the international non-profit associations and the foundations.

#### Article 2 – Registered Office

The Association's registered office is located in Avenue de Tervuren, 38, 1040 Brussels, Belgium

### **TITLE II. OBJECTIVES AND ACTIVITIES**

#### Article 3 – Mission and purposes

The **mission** of the European Association for Quality Assurance in Higher Education (ENQA) is to contribute significantly to the maintenance and enhancement of the quality of European higher education at a high level, and to act as a major driving force for the development of quality assurance across all the Bologna signatory countries.

As the association of European quality assurance agencies, ENQA contributes to this goal especially by promoting European co-operation in the field of quality assurance (QA) in higher education in order to develop and share good practice in QA and to foster the European dimension of QA.

#### **ENQA's purposes**

ENQA's purposes are essentially threefold:

- to represent its members at the European level and internationally, especially in political decision making processes and in co-operations with stakeholder organisations;

- to function as a think tank for developing further quality assurance processes and systems in the EHEA;
- to function as a communication platform for sharing and disseminating information and expertise in quality assurance among members and towards stakeholders.

#### Article 4 - Activities

In order to achieve its objectives, ENQA disseminates information on experience, good practice and new developments in the field of quality assessment and quality assurance in higher education to stakeholders, namely to public authorities, higher education institutions, students and quality assurance agencies. ENQA's activities comprise events such as conferences, workshops and seminars as well as transnational quality assurance projects, publication of reports, cooperation with stakeholders and development and maintenance of its website. ENQA is a membership organisation which represents its members at the European level.

### **TITLE III. INVOLVEMENT IN ENQA**

Involvement in ENQA can be obtained through:

- Membership (Full Member and Associate Member)
- Affiliate status

#### **Membership**

##### Article 5 – Types of membership

ENQA has two types of membership: Full Membership and Associate Membership. Membership is granted at the discretion of the Board of the Association. The admission of new members is subject to the following conditions:

##### (1) Full Membership

Full Membership of ENQA is open to European quality assurance agencies or other quality assurance organisations in the field of higher education that have been operating and conducting actual quality assurance activities for at least two years.

Before being accepted as a Full Member, an applicant agency must satisfy the Board that it meets the criteria for Full Membership, listed below. The applicant agency will thereby also meet the European Standards and Guidelines for Quality Assurance in the European Higher Education Area (ESG)<sup>1</sup> as adopted by the European Ministers in charge of higher education in Bergen in 2005. The Board may modify the details of the procedures at its discretion.

Each criterion is followed by guidelines (in *italics*) which provide additional information about good practice and in some cases explain in more detail the meaning and importance of the criteria. Although the guidelines are not part of the criteria themselves, the criteria should be considered in conjunction with them.

##### (2) Associate Membership

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<sup>1</sup> Standards and Guidelines for Quality Assurance in the European Higher Education Area, ISBN 952-5539-04-0, Helsinki: ENQA, 2009

Associate Membership of ENQA is open to European quality assurance agencies or other quality assurance organisations in the field of higher education that have been operating and conducting actual quality assurance activities for at least two years.

Before being accepted as an Associate Member, an applicant agency must satisfy the Board that it meets the criteria for Full Membership, listed below, apart from Criterion 2 – Official status (ESG 3.2). The applicant agency will thereby also meet the European Standards and Guidelines for Quality Assurance in the European Higher Education Area (ESG), except ESG 3.2, as adopted by the European Ministers in charge of higher education in Bergen in 2005. The Board may modify the details of the procedures at its discretion.

Each criterion is followed by guidelines (in *italics*) which provide additional information about good practice and in some cases explain in more detail the meaning and importance of the criteria. Although the guidelines are not part of the criteria themselves, the criteria should be considered in conjunction with them.

### **Common provision for Full and Associate Members**

As indicated in membership criterion 7 below, it is a condition of membership that all Full and Associate Members of ENQA undergo an external review coordinated by ENQA at least once every five years. If a member does not undergo an external review within five years of Full or Associate Membership being granted or reconfirmed, it will, by decision of the General Assembly, cease to be a member of ENQA. If, as a result of an external review, a member is judged not to meet the criteria for Full/Associate Membership by the Board, it will be given two years to conform with the criteria, during which time the agency will be designated as a "Full/Associate Member under review". A further review will be carried out by the Board, or its nominated reviewers, at the end of the two-year period (or sooner, if the member agency so requests) and shall focus on the deficiencies mentioned in the report of the first review. An agency that, in the opinion of the Board, and following the further review, still does not comply with ENQA's criteria for Full/Associate Membership will, by confirmation of the General Assembly, be debarred from ENQA. A debarred agency will be permitted to reapply for membership after a further period of two years.

During this period the agency or organisation will, if it wishes so, remain on the ENQA mailing list to ensure information dissemination on the activities of ENQA.

### **ENQA Criterion 1 – Activities (ESG 3.1, 3.3)**

Agencies should undertake external quality assurance activities (at institutional or programme level) on a regular basis. The external quality assurance of agencies should take into account the presence and effectiveness of the external quality assurance processes described in Part 2 of the European Standards and Guidelines.

*The external quality assurance activities may involve evaluation, review, audit, assessment, accreditation or other similar activities and should be part of the core functions of the member.*

### **ENQA Criterion 2 – Official status (ESG 3.2)**

Agencies should be formally recognised by competent public authorities in the European Higher Education Area as agencies with responsibilities for external quality

assurance and should have an established legal basis. They should comply with any requirements of the legislative jurisdictions within which they operate.

### **ENQA Criterion 3 – Resources (ESG 3.4)**

Agencies should have adequate and proportional resources, both human and financial, to enable them to organise and run their external quality assurance process(es) in an effective and efficient manner, with appropriate provision for the development of their processes, procedures and staff.

### **ENQA Criterion 4 – Mission statement (ESG 3.5)**

Agencies should have clear and explicit goals and objectives for their work, contained in a publicly available statement.

*This statement should describe the goals and objectives of the member's quality assurance processes, the division of labour with relevant stakeholders in higher education, especially the higher education institutions, and the cultural and historical context of its work. The statement should make clear that the external quality assurance process is a major activity of the member and that there exists a systematic approach to achieving its goals and objectives. There should also be documentation to demonstrate how the statement is translated into a clear policy and management plan.*

### **ENQA Criterion 5 – Independence (ESG 3.6)**

Agencies should be independent to the extent both that they have autonomous responsibility for their operations and that the conclusions and recommendations made in their reports cannot be influenced by third parties such as higher education institutions, ministries or other stakeholders.

*An agency will need to demonstrate its independence through measures, such as:*

- its operational independence from higher education institutions and governments is guaranteed in official documentation (e.g. instruments of governance or legislative acts);*
- the definition and operation of its procedures and methods, the nomination and appointment of external experts and the determination of the outcomes of its quality assurance processes are undertaken autonomously and independently from governments, higher education institutions, and organs of political influence;*
- while relevant stakeholders in higher education, particularly students/learners, are consulted in the course of quality assurance processes, the final outcomes of the quality assurance processes remain the responsibility of the agency.*

### **ENQA Criterion 6 – External quality assurance criteria and processes used by the members (ESG 3.7)**

i. The processes, criteria and procedures used by agencies should be pre-defined and publicly available.

ii. These processes will normally be expected to include:

- a self-assessment or equivalent procedure by the subject of the quality assurance process;
- an external assessment by a group of experts, including, as appropriate, (a) student member(s), and site visits as decided by the agency;

- publication of a report, including any decisions, recommendations or other formal outcomes;
- a follow-up procedure to review actions taken by the subject of the quality assurance process in the light of any recommendations contained in the report.

*Agencies may develop and use other processes and procedures for particular purposes. Agencies should pay careful attention to their declared principles at all times, and ensure both that their requirements and processes are managed professionally and that their conclusions and decisions are reached in a consistent manner, even though the decisions are formed by groups of different people. Agencies that make formal quality assurance decisions, or conclusions which have formal consequences should have an appeals procedure. The nature and form of the appeals procedure should be determined in the light of the constitution of each agency.*

### **ENQA Criterion 7 – Accountability procedures (ESG 3.8)**

Agencies should have in place procedures for their own accountability.

*These procedures are expected to include the following:*

- a published policy for the assurance of the quality of the agency itself, made available on its website;*
- documentation which demonstrates that:*
  - *the agency's processes and results reflect its mission and goals of quality assurance;*
  - *the agency has in place, and enforces, a no-conflict-of-interest mechanism in the work of its external experts, Committee/Council/Board and staff members;*
  - *the agency has reliable mechanisms that ensure the quality of any activities and material produced by subcontractors, if some or all of the elements in its quality assurance procedure are subcontracted to other parties;*
  - *the agency has in place internal quality assurance procedures which include an internal feedback mechanism (i.e. a means to collect feedback from its own staff and council/board); an internal reflection mechanism (i.e. means to react to internal and external recommendations for improvement); and an external feedback mechanism (i.e. means to collect feedback from experts and reviewed institutions for future development) in order to inform and underpin its own development and improvement.*
- a mandatory cyclical external review of the agency's activities at least once every five years which includes a report on its conformity with the membership criteria of ENQA.*

### **ENQA criterion 8 - Miscellaneous**

- The agency pays careful attention to its declared principles at all times, and ensures both that its requirements and processes are managed professionally and that its judgments and decisions are reached in a consistent manner, even if the judgments are formed by different groups
- If the agency makes formal quality assurance decisions, or conclusions which have formal consequences, it should have an appeals procedure. The nature and form of the appeals procedure should be determined in the light of the constitution of the agency.
- The agency is willing to contribute actively to the aims of ENQA.

## Article 6 – Application for membership

### Application form and documentation

Applications for membership of ENQA shall be in the form specified by the Board. Applications for membership are considered and decided upon by the Board on the basis either of submitted documentation alone, or of submitted documentation and a visit to the applicant body.

Applications for Full or Associate Membership will only be considered where an independent external review report on the agency's conformity with the respective membership criteria, carried out in a manner and to a standard acceptable to the Board, is received (see membership criterion 7iii above).

### Notification

Applicants that are not accepted for membership shall be notified of the reasons by the President of ENQA and shall be informed of the areas where the Board considers that further development or changes are required or advised.

## Article 7 – Membership fee

Full and Associate Members are required to pay an annual membership fee. The amount of the annual, non-refundable membership fee shall be established by the General Assembly.

## Article 8 – Membership application fee

Applicants for membership are required to pay a non-refundable membership application fee. The amount of the application fee shall be established by the General Assembly.

## **Affiliate bodies**

### Article 9

In addition to membership, ENQA has another type of formalised relationship with other bodies, Affiliation. Affiliates of ENQA are not members of the Association. Bodies that do not wish to, or for whatever reason are unable to, apply to become members of ENQA may request affiliate status within ENQA.

### Article 10 – Affiliates

An Affiliate body shall be a bona fide organisation or agency with a demonstrable interest in the quality assurance of higher education.

### Article 11 – Application procedure

An application for affiliation with ENQA should be made in the form of a letter addressed to the ENQA Board. This should include a brief introduction to the body concerned, key contact details, and a statement formally requesting Affiliate status. A decision shall then be made by the Board as to whether ENQA agrees to the request; the decision shall be communicated by letter. The Board may request further information before making its decision. The Board's decision shall be brought to the General Assembly for final endorsement.

#### Article 12 – Benefits

Affiliates shall be entitled to receive ENQA publications and attend events, and be given access to the password protected parts of the ENQA website. They shall not however, be entitled to call themselves 'members' of ENQA and shall have no voting or eligibility rights.

#### Article 13 – Fee

Affiliates shall pay a non-refundable fee which corresponds to one half of the Full membership fee.

### **Common provisions for Members and Affiliates**

#### Article 14

Members and Affiliates agree to abide by the statutes of ENQA.

#### Article 15

Members and Affiliates of ENQA may be asked to pay a fee to participate in workshops, projects and other activities organised by ENQA.

#### Article 16

The procedure for dealing with a Member or Affiliate whose fees are in arrears shall be decided by the Board.

#### Article 17 – Resignation and exclusion

Members and Affiliates may resign from ENQA membership and ENQA affiliate status at any time by submitting a written notification of resignation to the President of ENQA. The resignation becomes effective immediately. The President shall notify the General Assembly and the Board of the resignation of the Member or the Affiliate.

Members and Affiliates may be excluded by decision of the Board in case of breach of the present statutes, of the Membership Provisions or in the event of any action which is likely to cause prejudice to the Association's reputation or effectiveness.

The membership and affiliate fees will not be reimbursed to the Agency in the case of resignation or of exclusion.

### **TITLE IV. ORGANISATIONAL STRUCTURE**

The bodies of ENQA shall be:

- The General Assembly
- The Board
- The Secretariat
- The Appeals and Complaints Committee

#### **The General Assembly**

### Article 18 – Functions

The General Assembly is the sovereign policy- and decision-making body of ENQA.

The responsibilities of the General Assembly are to:

- elect and dismiss the members of the Board;
- elect the President and Vice-Presidents of ENQA from amongst the members of the Board;
- amend ENQA's statutes;
- approve ENQA's annual work plan;
- receive, consider and approve the annual reports of the President and the Director on the activities of the Association;
- receive, consider and approve ENQA's annual financial statements, including the annual external audit report;
- discharge the Board and the other accountable parties from liability for the accounts after approving the annual external audit report;
- identify and approve the external auditor and the number of chartered accountants who are to be involved in the annual external audit of ENQA's accounts;
- consider and determine the annual budget;
- establish the level of the annual membership fee to be paid by Full and Associate members;
- establish the level of the annual fee to be paid by Affiliates;
- elect the members for the Appeals and Complaints Committee;
- following a decision of the Board, ratify the admission of new members/affiliates or the exclusion of members/affiliates who are in breach of the present statutes;
- decide upon the relocation of the Secretariat to another country, giving half-year's notice;
- take any decisions or make any recommendations to the Board that are necessary for the satisfactory functioning of ENQA within the framework of these statutes.

### Article 19 – Meeting and invitation

The General Assembly shall meet at least once a year. The date and place of the meeting shall be decided by the Board. The President of ENQA shall convene the meeting, giving at least 40 days' notice. Meetings of the General Assembly shall be chaired by the President of ENQA or, in the unavoidable absence of the President, by a Vice-President, to be nominated by the Board.

### Article 20 – Composition

The General Assembly is composed of the representatives of Full and Associate Members of ENQA.

### Article 21 – Election and voting procedures

Members have the right to vote and speak at the General Assembly. Members have the right to nominate candidates representing agencies in Full Membership of ENQA for election to the Board. Each Member agency represented in the General Assembly

may cast one vote. Decisions of the General Assembly shall be adopted by simple majority of all Members present and, in addition, by simple majority of Full Members present. The Full Members present at a meeting of the General Assembly constitute a quorum for the meeting (provided that representatives of more than half of the Full Members are present).

In the event of a vote, other than for the election of members of the Board, the President and the Vice-Presidents (see article 28), the voting procedure used may be either open or closed (secret). A closed ballot shall be used if one or more Full Members present so requests.

Affiliates have the right to attend the General Assembly, except any closed parts of the meeting, and to speak at the invitation of the Chair.

#### Article 22 – Notification of General Assembly decisions

The decisions taken by the General Assembly are entered in the minutes and notified to all members by means of publication on the restricted part of the website, accessible for the members only. The minutes are kept at the registered office. The register of decisions can be consulted by the members of the Association.

#### Article 23 - Observers

Key partner organisations, namely the European University Association (EUA), the European Association of Institutions in Higher Education (EURASHE), the European Students' Union (ESU), Education International (EI), BusinessEurope and the European Commission (EC) shall be invited to the General Assembly as observers. The Board may also invite other observers. Observers may speak in open discussions of the General Assembly at the invitation of the Chair, but may not vote.

### **The Board**

#### Article 24 – Functions

The responsibilities of the Board are to:

- prepare and supervise a yearly work plan, to be discussed and approved by the General Assembly;
- prepare activities as defined in the work plan;
- ensure that any specific mandate determined by the General Assembly is carried out;
- decide on the admission of new members/affiliates or the exclusion of members/affiliates in breach of these statutes;
- make recommendations to the General Assembly on any modification of these statutes;
- appoint the Director;
- instruct and evaluate the work of the Director in charge of the Secretariat, and the work of the Secretariat of ENQA;
- oversee the financial arrangements of ENQA and provide for the auditing of the accounts;
- decide upon the location of the Secretariat in cases not covered by Article 18;

- take such other action as it may deem necessary in the interests of ENQA.

The Board is accountable to the General Assembly.

#### Article 25 – Composition

The Board comprises nine members, including the President and Vice-Presidents of ENQA, and has discretionary powers to co-opt a maximum of two further members. The minimum number of Board members shall thus be nine. The elected members of the Board consist of representatives of agencies in Full Membership of ENQA. Co-opted members are appointed to serve until the next General Assembly.

#### Article 26 – Operation

The Board shall meet at least four times a year. The meetings shall be convened by the President giving at least 10 days' notice. Five elected members shall constitute a quorum.

#### Article 27 – Nomination of candidates

Members of ENQA nominate candidates from amongst the Full Members for election to the Board. Nominations for the Board should be made to the Secretariat 40 days prior to the General Assembly. These should include a short CV of the nominees. Details of candidates shall be circulated to all member agencies prior to the General Assembly.

The principles of balanced gender distribution and balanced geographical distribution should be kept in mind while nominating candidates to the Board. A maximum number of two persons from any single member state of the EHEA shall be accepted for membership of the Board. The Board itself may indicate which candidates, if any, it encourages to be elected to the Board, keeping in mind the goals of balanced gender and geographical distribution and the limit on the maximum number of members permitted from any one EHEA state.

#### Article 28 – Election of Board members

The members of the Board are elected by the General Assembly. Three Board members retire each year, and three new members are elected. The regular term lasts for three years. However, in case of an election pursuant to Article 31, the term is shortened accordingly. Board members may not serve continuously for more than two terms.

The elections of Board members, President and Vice-Presidents shall take place using a secret ballot of members. A simple majority of members present at the General Assembly and, in addition, a simple majority of Full Members present at the General Assembly shall determine the successful candidates. Each member agency shall have one vote per Board vacancy, one vote in the Presidential election, and two votes (one for each position) in the election of the Vice-Presidents.

The election of the Board as a whole shall take place by ballot and the results shall be announced to the General Assembly.

If, in the election of Board members, one member is to be elected for a shorter term pursuant to Article 31, the elected Board member with the smallest number of votes will be assigned for the shorter term, unless another elected Board member volunteers for it.

If, in the election of Board members, two or more candidates receive the same number of votes, and the number of vacancies is insufficient to allow all to be elected, then the election between those candidates shall be rerun. If, in the second round of election, two or more candidates receive the same number of votes, the affected candidates shall be asked to agree among them which of them shall serve on the Board. If agreement cannot be reached among the candidates, the President at the time shall decide who shall be designated as a Board member. The election shall be re-run each time that an equal number of winning votes are cast for two or more candidates in the Presidential elections. Similarly, the election shall be re-run each time that an equal number of winning votes are cast for one of the positions of the Vice-President.

#### Article 29 – Notification of Board decisions

The decisions taken by the Board are entered in the minutes and notified to all members by means of publication on the restricted part of the website, accessible for the members only. The minutes are kept at the registered office. The register of decisions can be consulted by the members of the Association.

#### Article 30 – Representation of ENQA

Members of the Board represent ENQA by:

- fostering relations with other similar organisations;
- promoting the activities of ENQA;
- representing ENQA in relevant events;
- carrying out any specific mandates given by the General Assembly, the Board or the President, within the terms of these statutes.

#### Article 31

In the case of resignation, retirement, dismissal, death or termination of Full Membership of the agency of a Board member, the next General Assembly elects a new Board member for the remaining time of the original term of the retired member.

In the case of resignation, retirement, dismissal, death or termination of Full ENQA membership of the agency of the President or a Vice President, the Board shall fill the vacancy and appoint a Board member as Acting President or Acting Vice President respectively, until the next General Assembly.

#### Article 32 - Resignation and dismissal

Board members can be dismissed for stated reasons by the General Assembly by qualified, two-thirds majority of those present at the Assembly meeting (provided that more than half of the Full Members are present).

Board members may resign at any time by submitting a written indication of resignation to the President of ENQA. The resignation becomes effective immediately. In the case of termination of Full Membership in ENQA of an agency of a Board member, the Board membership ends automatically. The President shall notify the General Assembly and the Board of the resignation of the Board member.

## **The President and Vice-presidents**

### Article 33

Three of the Board's members are elected by the General Assembly to act as President and Vice-Presidents of ENQA. The term of service for the President lasts till the end of his/her term as a Board member. The term of service for the Vice-Presidents is one year, but may be renewed.

After the election of Board members has taken place the new Board shall seek nominations from among its membership for the position of President. The election shall take place and the result shall be announced to the General Assembly. The Board shall then seek nominations from among its membership for the positions of Vice-President. The election shall take place and the result shall be announced to the General Assembly.

### Article 34 – The President

The President of ENQA is also the Chair of the Board. He/she:

- presides over the meetings of the Board and casts the deciding vote in the Board when no majority decision can be reached;
- plans, together with the Vice-Presidents and the Director, the agendas of the Board meetings as well as the order of items and the documentation to be discussed at those meetings;
- checks with the Director the material for the Board meetings and for any other events;
- is responsible, together with the Secretariat, for the follow-up to the Board meetings (communication of decisions, etc.).

- As the President of the Association, he/she:

- presides over the meetings of the General Assembly;
- does, together with the Vice-Presidents and the Director, the strategic planning of the General Assembly meetings, and executes their follow-up;
- represents the Association to third parties and in court;
- represents ENQA externally;
- carries out any resolutions, decisions or specific mandates given by the General Assembly or the Board;
- conducts day-to-day work with the Secretariat;
- observes the financial situation of the Association;
- ensures, together with the Director, that the annual work plans and budgets are followed;
- assumes any other reasonable responsibilities deemed necessary by the Board;
- submits an annual President's report to the General Assembly;

- is accountable to the General Assembly.

### Article 35 – The Vice-Presidents

The Vice-Presidents:

- carry out such reasonable duties as the President may request;
- deputise for the President, at the President's request or in his or her absence;
- carry out the strategic planning of the Board, the General Assembly and any other meetings and events together with the President and the Director;
- are accountable to the General Assembly.

### **The Secretariat**

#### Article 36 - Functions

ENQA shall have a Secretariat supporting the Association. The Secretariat shall provide such administrative assistance as may be required from it.

#### Article 37 – The Director

The Head of the Secretariat shall be the Director. The responsibilities of the Director of ENQA are specifically to:

- maintain ENQA's records (including the files, minutes, databases and financial records);
- prepare an annual Director's report, financial statements, and any other relevant documentation to be approved by the General Assembly;
- prepare the publications of ENQA;
- foresee that the ENQA website is regularly updated;
- convene, prepare, organise and record ENQA's meetings, including those of the Board;
- manage projects carried out under the aegis of ENQA, including grant applications and reporting;
- prepare annual budgets and work plans and ensure, together with the President, that they are followed;
- instruct and supervise the work of the Secretariat;
- collect the annual membership fees, as well as the fees from Affiliates;
- collect any other financial contributions to the activities of ENQA;
- maintain ENQA's accounts and financial statements and submit these to the Board and the General Assembly;
- prepare, together with the accountancy agency, for the annual financial audit;
- function as a liaison between the Board, the Secretariat, the Members, the Affiliates and the main co-operation partners of ENQA;
- appoint, in consultation with the President, the staff of the Secretariat and foresee for its job training;
- represent ENQA externally in the absence of Board members;
- undertake such other reasonable duties as the President may request;
- assume any other responsibilities deemed necessary by the Board, not provided for in these statutes.

## **The Appeals and Complaints Committee**

### Article 38 – Functions

There shall be an Appeals and Complaints Committee, which shall hear appeals and complaints against decisions of the Board and the conduct of procedures in respect of membership matters.

The appeal shall be submitted in writing to the Board within two calendar months from the date of receipt of the Board's decision and shall specify the basis of the appeal. The Board shall ask the Appeals and Complaints Committee to review the decision, and the Board's decision on the appeal shall be taken in the light of the Committee's report. The Board's decision on appeals is final.

### Article 39 – Composition

The Appeals and Complaints Committee shall comprise four representatives of Full Members, one of whom will be designated as an alternate member. In cases of conflicts of interest involving one of the members of the Committee, the alternate member will be asked to replace the member affected by the conflict of interest. The Appeals and Complaints Committee shall take decisions with a simple majority. The members of the Committee are appointed by the ENQA General Assembly for a three-year term. No member of the Committee shall serve continuously for more than six years. No member of the Committee shall also be a member of the Board, but at least one of the members shall normally be a former member of the Board.

## **TITLE V. COOPERATION WITH KEY PARTNER ORGANISATIONS**

### Article 40

In accordance with its broad objective to function as a policy forum developing and proposing standards, procedures and guidelines on quality assurance in the EHEA, and to maintain and develop co-operation with other appropriate European stakeholder organisations, ENQA is committed to a continuing cooperation with key European partner organisations. These include the European University Association (EUA), the European Association of Institutions in Higher Education (EURASHE), the European Students' Union (ESU), Education International (EI), BusinessEurope and the European Commission (EC), and the Bologna Follow-up Group (BFUG).

## **TITLE VI. FINANCIAL PROVISIONS**

### Article 41

The financial year of the Association shall run from the first of January to the thirty-first of December.

### Article 42

The finances of ENQA shall be subject to an annual external audit. The President shall propose the name of the external auditor each year to the General Assembly for approval.

### Article 43

When proposing the budget, full accounts shall be submitted to the General Assembly, including a detailed report of the current financial position.

#### Article 44

In order to fund specific activities, ENQA may apply for financial support from other sources than the annual membership fees for purposes as described in Title II (Objectives and Activities).

#### Article 45

The President and the Director, or, in the absence of the President, the Vice-Presidents, are authorised to sign formal documents on behalf of the Association.

### **TITLE VII. OTHER PROVISIONS**

#### Article 46 – Dissolution of the Association

A proposal to dissolve the Association can be made by the Board or by more than half of the Full Members. The General Assembly can approve the proposal of dissolution by a two-thirds majority of the Full Members present. In the event of dissolution of the Association in one country and re-establishment in another country, the assets and liabilities of ENQA shall be transferred to the new Association. In the event of permanent dissolution, any assets of ENQA shall be divided equally among agencies that are Full Members of ENQA at the time of its dissolution. Similarly, any liabilities of ENQA shall be met equally by agencies that are Full Members of ENQA at the time of its dissolution.

#### Article 47 – Amendments to the statutes

The present statutes may be modified by the General Assembly, except for article 2, upon proposal by Full or Associate Members or by the Board. An amendment can be made only if two-thirds of the members present at a General Assembly and two-thirds of the Full Members of ENQA present at a General Assembly vote in favour of the proposal provided also that representatives of more than half of the Full Members are present and that the Full Members have been given 21 days' notice of the proposed amendments before the General Assembly. Recommendations for amendments shall be presented by the Board for the General Assembly's consideration. Article 2 may be amended by the Board with a two-thirds majority.

#### Article 48 - Disputes

Any dispute over the interpretation and/or the application of these statutes shall be resolved by the General Assembly, advised by the Board.

#### Article 49 - Transitional provisions

Agencies that, at the time of this amendment of the Statutes, are Candidate Members may, upon request, keep their status as determined in the relevant decision.